

EXHIBIT 3 TO EXHIBIT A

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK

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In re Sterling Foster & Co., Inc. Securities)	MDL Docket No. 1208 (ADS)
Litigation)	Hon. Arthur D. Spatt
-----	X	Magistrate Judge Orenstein

**SUMMARY NOTICE OF PROPOSED SETTLEMENT OF CLASS ACTION
WITH CERTAIN DEFENDANTS AND SETTLEMENT HEARING**

TO: ALL PERSONS WHO PURCHASED ANY OF THE FOLLOWING SECURITIES
DURING THE TIME PERIODS INDICATED:

ADVANCED VOICE TECHNOLOGIES, INC. ("Advanced Voice") Units during the
period February 6, 1995 through October 8, 1996 (the "Advanced Voice Subclass").

COM/TECH COMMUNICATIONS TECHNOLOGIES, INC. ("Com/Tech") Common
Stock during the period August 23, 1995 through October 8, 1996 (the "Com/Tech
Subclass").

EMBRYO DEVELOPMENT CORPORATION ("Embryo") Common Stock during the
period November 17, 1995 through October 8, 1996 (the "Embryo Subclass").

APPLEWOODS, INC. ("APPLEWOODS") Common Stock during the period April 10,
1996 through October 8, 1996 (the "Applewoods Subclass").

LASERGATE SYSTEMS, INC. ("LASERGATE") Units during the period October 17,
1994 through October 8, 1996 (the "Lasergate Subclass").

ML DIRECT, INC. ("ML DIRECT") Units during the period September 3, 1996 through
October 8, 1996 (the "ML Direct Subclass"); and

ML DIRECT Units during the period October 9, 1996 through December 31, 1996 (the
ML Direct Extended Subclass").

YOU ARE HEREBY NOTIFIED, pursuant to Rule 23 of the Federal Rules of Civil

Procedure and an Order of the Court, that the above-captioned action has been certified as a class

action and that a settlement with certain defendants for \$1,400,000 has been proposed. A

hearing will be held before the Honorable Arthur D. Spatt in the United States Courthouse, 100

Federal Plaza, Central Islip, New York 11722, at ____:____ .m., on _____, 2006

to determine whether (1) the proposed settlement should be approved by the Court as fair,

reasonable, and adequate,(2) the proposed plan to distribute the settlement to the Class is fair and reasonable, (3) the application of Plaintiffs' Counsel for attorneys' fees and reimbursement of expenses should be approved; and (3) whether the Action should be dismissed with prejudice as against the Settling Defendants and without prejudice as against the Remaining Defendants. The Court may adjourn or continue the Settlement Hearing without further notice to the Class.

IF YOU ARE A MEMBER OF THE CLASS DESCRIBED ABOVE, YOUR RIGHTS WILL BE AFFECTED AND YOU MAY BE ENTITLED TO SHARE IN THE SETTLEMENT FUNDS. If you have not yet received the full printed Notice of Proposed Settlement of Class Action with Certain Defendants, Hearing on Proposed Settlement and Attorneys' Fee Petition and Right to Share in Settlement Funds and a Proof of Claim form, you may obtain copies of these documents by contacting the Claims Administrator:

In re Sterling Foster Securities Litigation
c/o Gilardi & Co. LLC
Claims Administrator
Post Office Box 8040
San Rafael, CA 94912-8040
(800) 447-7657
www.gilardi.com

Inquiries, other than requests for the forms of notice and Proof of Claim, may be made to

Plaintiffs' Co-Lead Counsel:

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To participate in the Settlement, if you have not previously submitted an acceptable Proof of Claim covering all of your class period purchases , you must submit a Proof of Claim no later than _____, 2006. A notice was distributed on October 11, 2002 concerning a prior settlement with other defendants and the certification of the Class for the purpose of that settlement only. If you submitted a request for exclusion from the Class in accordance with the notice of that prior settlement, then you are excluded from the Class (you do not need to exclude yourself again) and may not submit a Proof of Claim herein. If you are a Class Member and do not exclude yourself from the Class (or did not previously exclude yourself from the Class in connection with the prior settlement), you will be bound by the Order and Final Judgment of the Court. To exclude yourself from the Class, you must submit a request for exclusion postmarked no later than _____, 2006. Any objections to the Settlement must be filed by _____, 2006. If you are a Class Member and do not (or did not previously) submit a proper Proof of Claim, you will not share in the Settlement but you nevertheless will be bound by the Order and Final Judgment of the Court.

Further information may be obtained by contacting to the Claims Administrator.

By Order of The Court